

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

*In re:*

THE 4D FACTORY, LLC, *et al.*,  
Debtors.<sup>1</sup>

Chapter 11

No. 23-11618 (MEW) (Subchapter V  
Cases)  
(Jointly Administered)

**[PROPOSED] ORDER GRANTING NEON SHAREHOLDERS' MOTION FOR  
AN ORDER DECLARING AUTOMATIC STAY INAPPLICABLE, OR IN THE  
ALTERNATIVE, GRANTING RELIEF FROM AUTOMATIC STAY**

Upon the motion (the “**Motion**”) of Mark Long, Colin Foran, Naomi Lackaff, Aaron Nonis, Don Norbury, and Mark Yeend (together, the “**Neon Shareholders**”) for entry of an order declaring the automatic stay inapplicable, or in the alternative, granting the Neon Shareholders relief from the automatic stay to continue certain state court litigation in Delaware Chancery Court purportedly involving the Debtor, Long et al. v. Javarone et al., Case No. 2023-1186 (Del. Ch. Nov. 27, 2023) (the “**Derivative Action**”); and it appearing that this Court has jurisdiction to consider the Motion under 28 U.S.C. §§ 157, 1334(b), and 1452(a); and it appearing that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the requested relief has been provided in accordance with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and that, except as otherwise ordered herein, no other or further notice is necessary; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor, its estates, its creditors and all other parties-in-interest; and that

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, are 4D Factory Inc. (6770), and The 4D Factory LLC’s (8935). As used herein, the “Debtor” refers to The 4D Factory LLC.

the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.
2. The Neon Shareholders' commencement and prosecution of the Derivative Action does not violate the automatic stay created by section 362(a) of the Bankruptcy Code. 11 U.S.C. § 362(a).
3. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
4. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: December [\_\_], 2023  
New York, New York

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THE HONORABLE MICHAEL E. WILES  
UNITED STATES BANKRUPTCY JUDGE